

Adaptimmune Therapeutics PLC
Form 8-K
March 15, 2017

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

Current Report

**Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **March 15, 2017**

ADAPTIMMUNE THERAPEUTICS PLC

(Exact name of registrant as specified in its charter)

England and Wales
(State or other jurisdiction of incorporation)

1-37368
(Commission File Number)

Not Applicable
(IRS Employer Identification No.)

**101 Park Drive, Milton Park
Abingdon, Oxfordshire OX14 4RY**

United Kingdom

(Address of principal executive offices, including zip code)

(44) 1235 430000

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(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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If Dr. Tayton-Martin's employment is terminated by the Company without cause, or if she resigns for good reason, then Dr. Tayton-Martin will be entitled under her agreement and the Company's executive severance policy to receive a severance payment equal to her annual base salary for nine months and to payment of premiums for continuation of healthcare benefits for a period of nine months following such termination. In addition, at the sole discretion of the Board (or an authorized committee thereof), Dr. Tayton-Martin may be paid a lump sum cash amount equal to her target annual performance bonus for the year of termination, prorated based on the number of calendar days she was employed during the year. Furthermore, if Dr. Tayton-Martin is terminated without cause or resigns for good reason within 12 months following a change in control, she will be entitled to receive a severance payment equal to her annual base salary for 12 months, payment of premiums for continuation of healthcare benefits for a period of 12 months, a lump sum cash amount equal to the full target performance bonus for the year of termination, and accelerated vesting of any unvested and outstanding equity awards. In order to receive severance benefits under the employment agreement and policy, Dr. Tayton-Martin is required to execute a release of claims in favor of the Company and comply with certain other post-employment covenants set forth in the service agreement.

Following these changes, our executive team consists of James Noble, Chief Executive Officer, Helen Tayton-Martin, Ph.D., Chief Business Officer, Rafael Amado, M.D., Chief Medical Officer, Adrian Rawcliffe, Chief Financial Officer, Gwendolyn Binder-Scholl, Ph.D., Chief Technology Officer and William (Bill) Bertrand, Chief Operating Officer.

A copy of the Company's press release, Mr. Bertrand's employment agreement and Dr. Tayton-Martin's service agreement are attached as Exhibits 99.1, 99.2 and 99.3 hereto and are incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are furnished as part of this Report on Form 8-K:

Exhibit No.	Description of Exhibit
99.1	Press release dated March 15, 2017.
99.2	Employment Agreement, dated March 15, 2017 and effective from March 15, 2017, between Adaptimmune LLC and William Bertrand.
99.3	Service Agreement, dated March 15, 2017 and effective from March 15, 2017, between Adaptimmune Limited and Helen Tayton-Martin.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

ADAPTIMMUNE THERAPEUTICS PLC

Date: March 15, 2017

By:

/s/ Margaret Henry
Name: Margaret Henry
Title: Corporate Secretary

Exhibit Index

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